

William H. Broach
CHAPTER 7 TRUSTEE
P.O. Box 9
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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION**

IN RE:

BURRELL, STANLEY KIRK
BURRELL, STEPHANIE DARLENE

Chapter 7

96-42564-NR

TRUSTEE'S FINAL REPORT

(Debtors)

The undersigned Trustee of the above-entitled estate hereby files this Trustee's Final Report, and declares as follows:

1. INTRODUCTION. The petition commencing this case was filed on April 1, 1996, the undersigned was appointed Trustee on September 23, 1998, and the 11 U.S.C. §341(a) meeting was completed on October 21, 1998. The amount of the Trustee's bond is now Blanket.
2. DISPOSITION OF ASSETS. All assets of the debtor(s) have been reduced to cash, released to the debtor(s) as exempt property, abandoned pursuant to 11 U.S.C. 554(a) or (b), or will be abandoned pursuant to 554(c). An accounting of the disposition of all property is attached hereto as U.S.T. FORM 1 (Individual Estate Property Record).
3. RECEIPTS AND DISBURSEMENTS. An itemized statement of the Trustee's receipts and disbursements showing total receipts of \$7,138,741.14, disbursements of \$4,513,400.53 and balance of funds on hand of \$2,625,340.61, is attached hereto as U.S.T. FORM II (Estate Cash Receipts and Disbursements Record) together with bank statements and cancelled checks, if required by the Court.
4. CLAIMS. The bar date for the filing of claims has now passed. All claims filed have been examined and all objections made by the Trustee or others have been determined by the Court or settled by the parties. To the extent applicable, see attached claims register and attached agreement evidencing such settlement.
5. TRUSTEE'S FEES AND EXPENSES. Pursuant to 11 U.S.C. § 330(a), I am now requesting the total compensation of \$237,412.23 and reimbursement of reasonable and necessary expenses incurred in the amount of \$1,809.29 pursuant to my Application of Trustee for Compensation.

I have previously received \$0.00 of the total interim compensation and \$0.00 of the above total as interim reimbursement, and now request the additional sum of \$237,412.23 as my final compensation and the additional sum of \$1,809.29 as my final reimbursement.

6. Professional(s) Fees and Expenses:

Pursuant to 11 U.S.C. Section 330(a), the following **GOLDBERG, STINNETT, MEYERS** has filed an application for employment approved by the Court and is now requesting the total compensation of \$729,815.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$51,008.76 pursuant to his/her fee application.

GOLDBERG, STINNETT, MEYERS has previously received \$513,060.50 of the total as interim compensation and \$39,135.97 of the above total as interim reimbursement, and now requests the additional sum of **\$216,754.50** as his(her) final compensation and the additional sum of **\$11,872.79** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GREENBERG GLUSKER FIELDS ET AL** has filed an application for employment approved by the Court and is now requesting the total compensation of \$38,186.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$827.52 pursuant to his/her fee application.

GREENBERG GLUSKER FIELDS ET AL has previously received \$38,186.00 of the total as interim compensation and \$827.52 of the above total as interim reimbursement, and now requests the additional sum of **\$0.00** as his(her) final compensation and the additional sum of **\$0.00** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GREENBERG, GLUSKER, FIELDS, ET AL** has filed an application for employment approved by the Court and is now requesting the total compensation of \$5,000.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

GREENBERG, GLUSKER, FIELDS, ET AL has previously received \$5,000.00 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of **\$0.00** as his(her) final compensation and the additional sum of **\$0.00** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GREENBERG, GLUSTER, FIELDS CLAMAN** has filed an application for employment approved by the Court and is now requesting the total compensation of \$250,164.27 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

GREENBERG, GLUSTER, FIELDS CLAMAN has previously received \$250,164.27 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of **\$0.00** as his(her) final compensation and the additional sum of **\$0.00** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GREENBERG, GLUSTER, FIELDS ET AL** has filed an application for employment approved by the Court and is now requesting the total compensation of \$24,539.04 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

GREENBERG, GLUSTER, FIELDS ET AL has previously received \$24,539.04 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of **\$0.00** as his(her) final compensation and the additional sum of **\$0.00** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **BACHECKI, CROM & CO.** has filed an application for employment approved by the Court and is now requesting the total compensation of \$72,710.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$7,620.54 pursuant to his/her fee application.

BACHECKI, CROM & CO. has previously received \$50,333.50 of the total as interim compensation and \$5,188.46 of the above total as interim reimbursement, and now requests the additional sum of **\$22,376.50** as his(her) final compensation and the additional sum of **\$2,432.08** as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GARY COHEN CORPORATION** has filed an application for employment approved by the Court and is now requesting the total compensation of \$11,125.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

GARY COHEN CORPORATION has previously received \$11,125.00 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **BUTTERFIELD & BUTTERFIELD** has filed an application for employment approved by the Court and is now requesting the total compensation of \$0.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$325.00 pursuant to his/her fee application.

BUTTERFIELD & BUTTERFIELD has previously received \$0.00 of the total as interim compensation and \$325.00 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **WENDEL ROSEN BLACK & DEAN** has filed an application for employment approved by the Court and is now requesting the total compensation of \$16,804.50 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

WENDEL ROSEN BLACK & DEAN has previously received \$16,804.50 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **WIXEN MUSIC PUBLISHING** has filed an application for employment approved by the Court and is now requesting the total compensation of \$24,553.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

WIXEN MUSIC PUBLISHING has previously received \$24,553.00 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **WENDEL ROSEN BLACK & DEAN** has filed an application for employment approved by the Court and is now requesting the total compensation of \$383,195.50 and reimbursement of reasonable and necessary expenses incurred in the amount of \$36,257.98 pursuant to his/her fee application.

WENDEL ROSEN BLACK & DEAN has previously received \$383,195.50 of the total as interim compensation and \$36,257.98 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **WENDEL, ROSEN, BLACK, DEAN** has filed an application for employment approved by the Court and is now requesting the total compensation of \$116,891.75 and reimbursement of reasonable and necessary expenses incurred in the amount of \$0.00 pursuant to his/her fee application.

WENDEL, ROSEN, BLACK, DEAN has previously received \$116,891.75 of the total as interim compensation and \$0.00 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

Pursuant to 11 U.S.C. Section 330(a), the following **GABRIELSON & COMPANY** has filed an application for employment approved by the Court and is now requesting the total compensation of \$14,756.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$200.60 pursuant to his/her fee application.

GABRIELSON & COMPANY has previously received \$14,756.00 of the total as interim compensation and \$200.60 of the above total as interim reimbursement, and now requests the additional sum of \$0.00 as his(her) final compensation and the additional sum of \$0.00 as his(her) final reimbursement.

7. After deduction of the Trustee's request for compensation and reimbursement of reasonable and necessary expenses (or proration thereof), the remaining balance on hand should be disbursed in accordance with 11 U.S.C. §§ 726 and 507 as follows: administrative expenses not previously disbursed, secured claims, unsecured priority claims, and unsecured non-priority claims. Attached as Exhibit A-1 is the Trustee's proposed distribution, which is provided for information purposes only.
8. I certify that neither I nor any of the professionals listed above had been paid more than declared above or promised any compensation from any other source for services rendered in this case. Pursuant to Rule 2016, no payments have been made or promised to me for compensation in connection with this case and no agreement or understanding exists between me and any other entity for the sharing of compensation received or to be received for services in connection with this case.

I certify under penalty of perjury that the foregoing is true and correct and that I have no agreement of understanding, express or implied, with anyone whatsoever as to any division of fees in the above matter.

I request that the United States Trustee approve this report and further request that the Court provide notice and an opportunity for a hearing under 11 U.S.C. §§ 330(a), 5021(b), and 503(b) and to thereafter award final compensation, reimbursement of expenses, administrative expenses and other payments as stated in this report.

DATE:

10-31-07

W. H. Broach

William H. Broach, Trustee

REVIEW BY UNITED STATES TRUSTEE

The United States Trustee has reviewed the foregoing TRUSTEE'S FINAL REPORT.

United States Trustee
Office of the U.S. Trustee

DATE:

11-15-07

BY:

D. Lange

**FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES**

Page: 1

Case No: 96-42564 NR Judge: RANDALL J NEWSOME
Case Name: BURRELL, STANLEY KIRK
BURRELL, STEPHANIE DARLENE
For Period Ending: 10/31/07

Trustee Name: WILLIAM H. BROACH
Date Filed (f) or Converted (c): 09/23/98 (c)
341(a) Meeting Date: 10/21/98
Claims Bar Date: 05/23/99

| 1 | 2 | 3 | 4 | 5 | 6 |
|---|------------------------------------|---|---|---|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Values | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA=554(a) Abandon DA=554(c) Abandon | Sale/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| 1. TURNOVER DIP BANK \$ ACCOUNT #1050532873 AT CIVIC BANK OF COM | 112,062.50 | 112,062.50 | | 112,062.50 | FA |
| 2. TURNOVER DIP BANK \$ ACCOUNT #1959534279 AT CIVIC BANK OF COM | 265,957.73 | 265,957.73 | | 265,957.73 | FA |
| 3. RESIDENCE HOME-44896 VISTA DEL SOL, FREMONT | 7,200,000.00 | 0.00 | | 0.00 | FA |
| 4. PROPERTY LOT LOT NO. 10, PARCEL ON STEPHENSON BLVD | 1,000,000.00 | 0.00 | | 0.00 | FA |
| 5. REAL PROPERTY 44228 BOWERS COURT, FREMONT | 450,000.00 | 0.00 | | 0.00 | FA |
| 6. CHECKING ACCOUNT AMERICAN SVGS BANK -FREMONT | 160.00 | 0.00 | | 0.00 | FA |
| 7. CHECKING ACCOUNT B OF A, MISSION SAN JOSE BRANCH | Unknown | 0.00 | | 0.00 | FA |
| 8. SAVING & CHECK ACCT COMMERCIAL BANK OF FREMONT | Unknown | 0.00 | | 0.00 | FA |
| 9. HOUSEHOLD GOODS - ESTIMATED Debtor Claimed Exemption | 25,000.00 | 0.00 | | 0.00 | FA |
| 10. BOOKS, TAPES, RECORD WEARING APPAREL | 2,000.00 | 0.00 | | 0.00 | FA |
| 11. AND PERSONAL EFFECTS Debtor Claimed Exemption | 10,000.00 | 0.00 | | 0.00 | FA |
| 12. FURS AND JEWELRY SPORTS/HOBBY EQUIP. | 60,000.00 | 8,155.00 | | 8,155.00 | FA |
| 13. Debtor Claimed Exemption INTERESTS (IRA, HLTH & RTRMNT PLAN BENES THRU | 3,000.00 | 0.00 | | 0.00 | FA |
| | Unknown | 0.00 | | 0.00 | FA |

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**FORM 1
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Page: 2

Case No: 96-42564 NR Judge: RANDALL J NEWSOME
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BURRELL, STEPHANIE DARLENE

Trustee Name: WILLIAM H. BROACH
Date Filed (f) or Converted (c): 09/23/98 (c)
341(a) Meeting Date: 10/21/98
Claims Bar Date: 05/23/99

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| 1 | 2 | 3 | 4 | 5 | 6 |
|---|------------------------------------|---|---|---|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Values | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA=554(a) Abandon DA=554(c) Abandon | Sale/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| (AFTRA) | | | | | |
| 15 STOCK & INTERESTS | Unknown | 0.00 | | 0.00 | FA |
| \$10,000 INVESTMENT IN PHONE SAVER NETWORK | | | | | |
| 16 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN BUSTIN OVERSEAS | | | | | |
| 17 STOCK & INTERESTS | Unknown | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN BUSTIN PRODUCTION | | | | | |
| 18 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 00% STOCK OWNERSHIP IN BUSTIN' TOURING | | | | | |
| 19 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN HAMMERTIME BOXING | | | | | |
| 20 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN MONIQUE PROPERTY | | | | | |
| 21 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN ROLL-WIT-JT COMM | | | | | |
| 22 STOCK & INTERESTS | 0.00 | 0.00 | | 0.00 | FA |
| 100% STOCK OWNERSHIP IN ROLL-WIT-JT ENTE | | | | | |
| 23 LIQUIDATED DEBTS | Unknown | 0.00 | | 0.00 | FA |
| \$ OWED BY P. BATES, CASE PENDING | | | | | |
| 24 OTHER CONTINGENT CLM | Unknown | 0.00 | | 0.00 | FA |
| CLAIMS AGAINST MANATT, PHELPS | | | | | |
| 25 OTHER CONTINGENT CLM | 0.00 | 0.00 | | 0.00 | FA |
| CLAIM AGAINST SUHAS PATIL IN RE: PURCHASE | | | | | |
| 26 PATENTS, COPYRIGHTS | 0.00 | 0.00 | | 0.00 | FA |
| SONG COPYRIGHTS & TRADEMARKS | | | | | |
| 27 AUTO | 5,000.00 | 5,000.00 | | 5,000.00 | FA |

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Page: 3

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BURRELL, STEPHANIE DARLENE

Trustee Name: WILLIAM H. BROACH
Date Filed (f) or Converted (c): 09/23/98 (c)
341(a) Meeting Date: 10/21/98
Claims Bar Date: 05/23/99

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| 1952 CHEVY 28 AUTO | 15,000.00 | 7,000.00 | | 7,000.00 | FA |
| '62 OR '64 LINCOLN 29 AUTO | 12,000.00 | 0.00 | | 0.00 | FA |
| '65 FORD MUSTANG 30 AUTO | 5,000.00 | 0.00 | | 0.00 | FA |
| '67 FORD THUNDERBIRD 31 AUTO | 10,000.00 | 4,500.00 | | 4,500.00 | FA |
| '72 MERCEDES 450 SEL 32 AUTO | 3,000.00 | 0.00 | | 0.00 | FA |
| '75 MERCEDES BENZ 33 AUTO | 30,000.00 | 0.00 | | 0.00 | FA |
| '79 PORSCHE 34 AUTO | 30,000.00 | 0.00 | | 0.00 | FA |
| '84 PORSCHE 35 AUTO | 15,000.00 | 0.00 | | 0.00 | FA |
| '85 MERCEDES BENZ 36 AUTO | 10,000.00 | 0.00 | | 0.00 | FA |
| '88 BMW M3 WITH BLOWN ENGINE 37 AUTO | 3,000.00 | 0.00 | | 0.00 | FA |
| '89 FORD CLUB WAGON 38 AUTO | 5,000.00 | 0.00 | | 0.00 | FA |
| '90 CHEVY VAN 39 AUTO | 85,000.00 | 44,500.00 | | 44,500.00 | FA |
| '90 FERRARI - PARTS, CAR NOT COMPLETE 40 AUTO | 25,000.00 | 0.00 | | 0.00 | FA |

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Page: 4

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| 90 MERCEDES BENZ 300 SEC 41 AUTO | 40,000.00 | 0.00 | | 0.00 | FA |
| 90 MERCEDES BENZ 560 SEC 42 AUTO | 4,000.00 | 0.00 | | 0.00 | FA |
| 93 GEO STORM 43 AUTO | 28,000.00 | 0.00 | | 0.00 | FA |
| 94 CHEVY SUBURBAN 44 MISC. Machinery PROF RECORDING EQUIPMENT | 90,000.00 | 0.00 | | 0.00 | FA |
| 45 MISC PERSONAL PROP. | 100,000.00 | 0.00 | | 0.00 | FA |
| 46 MISC PERSONAL PROP. | 377,429.87 | 0.00 | | 0.00 | FA |
| SEE EMI SETTLEMENT ASSET | | | | | |
| 47 MISC PERSONAL PROP. | 20,000.00 | 0.00 | | 0.00 | FA |
| GOLD RECORDS AND GRAMMIES | | | | | |
| 48 BURRELL VS BATES (u) | 1,800.00 | 1,800.00 | | 1,800.00 | FA |
| AGREEMENT FOR \$7K; \$2K IN ACCT#105053287 | | | | | |
| 49 WIXEN ROYALTY (u) | 0.00 | 2,572,272.57 | | 2,572,272.57 | FA |
| NET ROYALTY COLLECTED BY WIXEN MUSIC AFTER DEDUCTING WIXEN'S 10% COMMISSION AUTHORIZED BY COURT ORDER 12-14-99. | | | | | |
| NOTE: TOTAL WIXEN MUSIC COMMISSION WILL BE ADDED TO COMPENSABLE RECEIPTS BEFORE CASE CLOSING. | | | | | |
| 50 OTHER ROYALTIES (u) | 0.00 | 50.29 | | 50.29 | FA |
| 51 TAX REFUND (u) | 0.00 | 464,449.73 | | 464,449.73 | FA |
| 1994 TAX REFUND | | | | | |
| 52 Sanctions vs Abdul-Jalil al-Hakim (u) | 0.00 | 3,500.00 | | 3,500.00 | FA |
| 53 MUSIC CATALOG (u) | 0.00 | 2,700,000.00 | | 2,700,000.00 | 0.00 |

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ASSET CASES**

Page: 5

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BURRELL, STEPHANIE DARLENE

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| Catalog - sold to highest bidder in Court approved sale procedure. Bid deposits of \$480K. were returned to unsuccessful bidders. | | | | | |
| 54 LEMI SETTLEMENT (u) | 0.00 | 550,000.00 | | 550,000.00 | FA |
| PER TENTATIVE SETTLEMENT 12/6/02 | | | | | |
| 55 CAPITOL RECORDS SETTLEMENT (u) | 0.00 | 225,000.00 | | 225,000.00 | FA |
| Court approved settlement | | | | | |
| 56 SIMITAR B/K DIVIDEND (u) | 0.00 | 12.23 | | 12.23 | FA |
| 57 1991 LINCOLN TOWN CAR (u) | 0.00 | 11,500.00 | | 11,500.00 | FA |
| SOLD AT AUCTION 10-28-99 BY FAULKNOIR; NOT SCHEDULED | | | | | |
| 58 Louis Burrell Interpleader atty fees & costs (u) | 0.00 | 6,479.93 | | 6,479.93 | FA |
| 59 VOID (u) | Unknown | 0.00 | | 0.00 | FA |
| IN Interest Earned (u) | Unknown | N/A | | 156,501.16 | Unknown |

TOTALS (Excluding Unknown Values) \$10,042,410.10 \$6,982,239.98 \$7,138,741.14
Gross Value of Remaining Assets
(Total Dollar Amount in Column 6)

Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

ESTIMATED TFR SUBMITTAL 4Q2007.

Sale/Funds Received by Estate includes \$480K of bid deposits which were returned to unsuccessful bidders on Asset #53, the music catalog.

Initial Projected Date of Final Report (TFR): 12/31/04 Current Projected Date of Final Report (TFR): 12/31/07

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

Page 1

Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|-------------------|---|----------------|----------------|--------------|---------------|---------------|-----------------|
| Beginning Balance | | | | | | | \$2,625,340.61 |
| | WILLIAM H. BROACH COMPENSATION | Administrative | \$237,412.23 | \$0.00 | \$237,412.23 | \$237,412.23 | \$2,387,928.38 |
| | WILLIAM H. BROACH EXPENSES | Administrative | \$1,809.29 | \$0.00 | \$1,809.29 | \$1,809.29 | \$2,386,119.09 |
| | WILLIAM H. BROACH PRIOR CHAPTER COMPENSATION | Administrative | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| | WILLIAM H. BROACH PRIOR CHAPTER EXPENSES | Administrative | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| | Bonding Company Payments SUM OF BONDING PAYMENTS | Administrative | \$8,873.45 | \$8,873.45 | \$0.00 | \$0.00 | \$2,386,119.09 |
| A1 | William H. Broach Trustee Compensation | Administrative | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| A2 | William H. Broach Trustee Expenses | Administrative | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B01 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$80,468.00 | \$80,468.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B02 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$2,990.26 | \$2,990.26 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B03 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$138,438.00 | \$138,438.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B04 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$12,977.66 | \$12,977.66 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B05 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$79,842.00 | \$79,842.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B06 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$5,539.49 | \$5,539.49 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B07 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$54,689.00 | \$54,689.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B08 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$3,838.47 | \$3,838.47 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B09 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$71,207.50 | \$71,207.50 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B10 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$4,426.30 | \$4,426.30 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B11 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$88,416.00 | \$88,416.00 | \$0.00 | \$0.00 | \$2,386,119.09 |
| B12 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$9,363.79 | \$9,363.79 | \$0.00 | \$0.00 | \$2,386,119.09 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|---|----------------|----------------|--------------|---------------|---------------|-----------------|
| B13 | Goldberg, Stinnett, Meyers Attorney for Trustee Fees (Other Fi | Administrative | \$216,754.50 | \$0.00 | \$216,754.50 | \$216,754.50 | \$2,169,364.59 |
| B14 | Goldberg, Stinnett, Meyers Attorney for Trustee Expenses (Othe | Administrative | \$11,872.79 | \$0.00 | \$11,872.79 | \$11,872.79 | \$2,157,491.80 |
| C01 | Bachecki, Crom & Co. Accountant for Trustee Fees (Other | Administrative | \$34,784.00 | \$34,784.00 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C02 | Bachecki, Crom & Co. Accountant for Trustee Expenses (Ot | Administrative | \$1,569.94 | \$1,569.94 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C03 | Bachecki, Crom & Co. Accountant for Trustee Fees (Other | Administrative | \$3,908.50 | \$3,908.50 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C04 | Bachecki, Crom & Co. Accountant for Trustee Expenses (Ot | Administrative | \$1,661.78 | \$1,661.78 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C05 | Bachecki, Crom & Co. Accountant for Trustee Fees (Other | Administrative | \$3,718.00 | \$3,718.00 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C06 | Bachecki, Crom & Co. Accountant for Trustee Expenses (Ot | Administrative | \$1,083.42 | \$1,083.42 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C07 | Bachecki, Crom & Co. Accountant for Trustee Fees (Other | Administrative | \$7,923.00 | \$7,923.00 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C08 | Bachecki, Crom & Co. Accountant for Trustee Expenses (Ot | Administrative | \$873.32 | \$873.32 | \$0.00 | \$0.00 | \$2,157,491.80 |
| C09 | Bachecki, Crom & Co. Accountant for Trustee Fees (Other | Administrative | \$22,376.50 | \$0.00 | \$22,376.50 | \$22,376.50 | \$2,135,115.30 |
| C10 | Bachecki, Crom & Co. Accountant for Trustee Expenses (Ot | Administrative | \$2,432.08 | \$0.00 | \$2,432.08 | \$2,432.08 | \$2,132,683.22 |
| D1 | GREENBERG, GLUSKER, FIELDS ET AL Attorney for Trustee Fees (Other Fi | Administrative | \$5,000.00 | \$5,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| D2 | GREENBERG GLUSKER FIELDS et al Attorney for Trustee Fees (Other Fi | Administrative | \$38,186.00 | \$38,186.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| D3 | GREENBERG GLUSKER FIELDS et al Attorney for Trustee Expenses (Othe | Administrative | \$827.52 | \$827.52 | \$0.00 | \$0.00 | \$2,132,683.22 |
| D4 | GREENBERG, GLUSTER, FIELDS CLAMAN Attorney for Trustee Fees (Other Fi | Administrative | \$250,164.27 | \$250,164.27 | \$0.00 | \$0.00 | \$2,132,683.22 |
| D5 | GREENBERG, GLUSTER, FIELDS et al Attorney for Trustee Fees (Other Fi | Administrative | \$23,273.79 | \$23,273.79 | \$0.00 | \$0.00 | \$2,132,683.22 |
| D6 | GREENBERG, GLUSTER, FIELDS et al Attorney for Trustee Expenses (Trus | Administrative | \$1,265.25 | \$1,265.25 | \$0.00 | \$0.00 | \$2,132,683.22 |
| E4 | Wendel Rosen Black & Dean Attorney for Debtor Fees | Administrative | \$16,804.50 | \$16,804.50 | \$0.00 | \$0.00 | \$2,132,683.22 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|--|----------------|----------------|--------------|---------------|---------------|-----------------|
| GC CPA | Gary Cohen Corporation Accountant for Trustee Fees (Truste | Administrative | \$11,125.00 | \$11,125.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| O1 | Butterfield & Butterfield Auctioneer for Trustee Expenses | Administrative | \$325.00 | \$325.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| O2 | Will Haible Ferrari Service Other Chapter 7 Administrative Expe | Administrative | \$906.00 | \$906.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| O3 | Forrest Faulknor & Sons Other Chapter 7 Administrative Expe | Administrative | \$360.00 | \$360.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| O4 | DAVID A. ROTMAN Other Chapter 7 Administrative Expe | Administrative | \$4,500.00 | \$4,500.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| O5 | LEGALINK LOS ANGELES Other Chapter 7 Administrative Expe | Administrative | \$5,803.05 | \$5,803.05 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.1998 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$91.00 | \$91.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.1998 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$91.00 | \$91.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2005 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$5,000.00 | \$5,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2005 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$5,000.00 | \$5,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2005 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$10,086.00 | \$10,086.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2005 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$10,086.00 | \$10,086.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2006 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$22,194.00 | \$22,194.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX.2006 | Franchise Tax Board Other State or Local Taxes (post-pe | Administrative | \$22,195.00 | \$22,195.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX1 | United States Treasury Income Taxes - Internal Revenue Ser | Administrative | \$964.00 | \$964.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX2 | United States Treasury Income Taxes - Internal Revenue Ser | Administrative | \$964.00 | \$964.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX3 | United States Treasury Income Taxes - Internal Revenue Ser | Administrative | \$800.00 | \$800.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| TX4 | United States Treasury Income Taxes - Internal Revenue Ser | Administrative | \$800.00 | \$800.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| UST | United States Trustee U. S. Trustee Quarterly Fees | Administrative | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| WIX2 | WIXEN MUSIC PUBLISHING Other Chapter 7 Administrative Expe | Administrative | \$10,000.00 | \$10,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| WIX3 | WIXEN MUSIC PUBLISHING Other Chapter 7 Administrative Expe | Administrative | \$18,261.33 | \$18,261.33 | \$0.00 | \$0.00 | \$2,132,683.22 |
| WIX4 | WIXEN MUSIC PUBLISHING Other Chapter 7 Administrative Expe | Administrative | \$14,667.73 | \$14,667.73 | \$0.00 | \$0.00 | \$2,132,683.22 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|-------------------------------------|---|--------------------|-----------------------|-----------------------|---------------------|---------------------|-----------------|
| WIX5 | WIXEN MUSIC PUBLISHING Other Professional Fees (Used for m | Administrative | \$14,553.00 | \$14,553.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| WIX6 | WIXEN MUSIC PUBLISHING Other Chapter 7 Administrative Expe | Administrative | \$270,000.00 | \$270,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| Subtotals For Administrative | | 100.00000 % | \$1,873,542.71 | \$1,380,885.32 | \$492,657.39 | \$492,657.39 | |
| E1 | Wendel Rosen Black & Dean Attorney for Trustee Fees (Other Fi | Admin Ch. 11 | \$200,000.00 | \$200,000.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| E2 | Wendel Rosen Black & Dean Attorney for Trustee/D-I-P Expenses | Admin Ch. 11 | \$34,657.48 | \$34,657.48 | \$0.00 | \$0.00 | \$2,132,683.22 |
| E3 | Wendel Rosen Black & Dean Attorney for Trustee Fees (Other Fi | Admin Ch. 11 | \$183,195.50 | \$183,195.50 | \$0.00 | \$0.00 | \$2,132,683.22 |
| E5 | Wendel, Rosen, Black, Dean Attorney for Trustee Fees (Other Fi | Admin Ch. 11 | \$116,891.75 | \$116,891.75 | \$0.00 | \$0.00 | \$2,132,683.22 |
| E6 | Wendel Rosen Black & Dean Attorney for Trustee/D-I-P Expenses | Admin Ch. 11 | \$1,600.50 | \$1,600.50 | \$0.00 | \$0.00 | \$2,132,683.22 |
| F1 | Gabrielson & Company Accountant for Trustee/D-I-P Fees (| Admin Ch. 11 | \$14,756.00 | \$14,756.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| F2 | Gabrielson & Company Accountant for Trustee/D-I-P Expens | Admin Ch. 11 | \$200.60 | \$200.60 | \$0.00 | \$0.00 | \$2,132,683.22 |
| Subtotals For Admin Ch. 11 | | 100.00000 % | \$551,301.83 | \$551,301.83 | \$0.00 | \$0.00 | |
| 0001S | Internal Revenue Service Internal Revenue Service Tax Liens | Secured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0002 | Alameda Co. Tax Collector State and Local Tax Liens (pre-peti | Secured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0006S | Franchise Tax Board State and Local Tax Liens (pre-peti | Secured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0052S | Internal Revenue Service Internal Revenue Service Tax Liens | Secured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0056S | Franchise Tax Board State and Local Tax Liens (pre-peti | Secured | \$109,943.09 | \$109,943.09 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0085S | Internal Revenue Service Internal Revenue Service Tax Liens | Secured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| BM | BRIDGEPORT MUSIC, INC. Personal Prop & Intang - Non Consen | Secured | \$10,332.17 | \$10,332.17 | \$0.00 | \$0.00 | \$2,132,683.22 |
| Subtotals For Secured | | 100.00000 % | \$120,275.26 | \$120,275.26 | \$0.00 | \$0.00 | |
| 0001P | Internal Revenue Service Claims of Governmental Units - 507(| Priority | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0027 | Employment Development Department Claims of Governmental Units - 507(| Priority | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |
| 0052P | Internal Revenue Service Claims of Governmental Units - 507(| Priority | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$2,132,683.22 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|-------------------------------|--|--------------------|-----------------------|-----------------------|---------------------|---------------------|-----------------|
| 0055P | Franchise Tax Board Claims of Governmental Units - 507(| Priority | \$209,846.80 | \$125,908.08 | \$83,938.72 | \$83,938.72 | \$2,048,744.50 |
| 0056P | Franchise Tax Board Claims of Governmental Units - 507(| Priority | \$1,007,172.76 | \$604,303.66 | \$402,869.10 | \$402,869.10 | \$1,645,875.40 |
| 0085P | Internal Revenue Service Claims of Governmental Units - 507(| Priority | \$721,716.00 | \$433,030.12 | \$288,685.88 | \$288,685.88 | \$1,357,189.52 |
| Subtotals For Priority | | 100.00000 % | \$1,938,735.56 | \$1,163,241.86 | \$775,493.70 | \$775,493.70 | |
| WIX1 | Wixen Music Publishing Unsecured Claims Allowed Under 502(| Unsecured | \$772.03 | \$772.03 | \$0.00 | \$0.00 | \$1,357,189.52 |
| CATALO | CAK Music, Inc. General Unsecured 726(a)(2) | Unsecured | \$240,000.00 | \$240,000.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| CATALO | Warner/Chappell Music, Inc. General Unsecured 726(a)(2) | Unsecured | \$240,000.00 | \$240,000.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| DNK | Clerk, United States Bankruptcy Court General Unsecured 726(a)(2) | Unsecured | \$23,749.17 | \$23,749.17 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0081 | Felton Pilate and Sheila Gropper Nelson General Unsecured 726(a)(2) | Unsecured | \$750,000.00 | \$750,000.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0003 | Pitney Bowes Inc. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0004 | Pitney Bowes Inc General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0005 | Susan Nevelow Mart ESQ General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0006U | Franchise Tax Board General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,357,189.52 |
| 0007 | Sonitrol of Southern Alameda General Unsecured 726(a)(2) | Unsecured | \$1,406.08 | \$0.00 | \$1,406.08 | \$934.96 | \$1,356,254.56 |
| 0008 | Desert Palace, Inc. dba Ceasars Palace General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,356,254.56 |
| 0009 | The Mirage Casino-Hotel General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,356,254.56 |
| 0010 | Janice Smith General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,356,254.56 |
| 0011 | Great Western Bank General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,356,254.56 |
| 0012 | The Great West Life Assurance Co. General Unsecured 726(a)(2) | Unsecured | \$93,387.43 | \$0.00 | \$93,387.43 | \$62,097.01 | \$1,294,157.55 |
| 0013 | Cherry G. Campbell General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,294,157.55 |
| 0014 | The Saia Family Partnership General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,294,157.55 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|---|------------|----------------|--------------|---------------|---------------|-----------------|
| 0015 | Universal City Hilton General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,294,157.55 |
| 0016 | The National Collection Agency General Unsecured 726(a)(2) | Unsecured | \$3,631.77 | \$0.00 | \$3,631.77 | \$2,414.91 | \$1,291,742.64 |
| 0017 | Chauffeured Limousines General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0018 | Goldman Lichtenberg Wasserman Grossman Inc. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0019 | Sam Spear General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0020 | John M. Hershey General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0021 | Atlantic City Showboat Inc General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0022 | Frank Thibeaux General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,291,742.64 |
| 0023 | Woodfin Suites Hotel General Unsecured 726(a)(2) | Unsecured | \$19,441.86 | \$0.00 | \$19,441.86 | \$12,927.66 | \$1,278,814.98 |
| 0024 | Satin and Company P.C. General Unsecured 726(a)(2) | Unsecured | \$33,431.67 | \$0.00 | \$33,431.67 | \$22,230.05 | \$1,256,584.93 |
| 0025 | Brunini Grantham Grower and Hewes General Unsecured 726(a)(2) | Unsecured | \$25,776.18 | \$0.00 | \$25,776.18 | \$17,139.61 | \$1,239,445.32 |
| 0026 | Strasburger and Price LLP General Unsecured 726(a)(2) | Unsecured | \$30,104.45 | \$0.00 | \$30,104.45 | \$20,017.64 | \$1,219,427.68 |
| 0028 | Lane Bryant General Unsecured 726(a)(2) | Unsecured | \$186.21 | \$0.00 | \$186.21 | \$123.82 | \$1,219,303.86 |
| 0029 | National City 1st Nationwide General Unsecured 726(a)(2) | Unsecured | \$2,784.39 | \$0.00 | \$2,784.39 | \$1,851.45 | \$1,217,452.41 |
| 0030 | Ian Knowles General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$1,217,452.41 |
| 0031 | Christina Holmes General Unsecured 726(a)(2) | Unsecured | \$91,176.00 | \$0.00 | \$91,176.00 | \$60,626.54 | \$1,156,825.87 |
| 0032 | Sara MacDwyer Esq General Unsecured 726(a)(2) | Unsecured | \$471,895.00 | \$0.00 | \$471,895.00 | \$313,781.73 | \$843,044.14 |
| 0033 | Vincent Williams General Unsecured 726(a)(2) | Unsecured | \$536,714.00 | \$0.00 | \$536,714.00 | \$356,882.46 | \$486,161.68 |
| 0034 | Outbound Travel General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0035 | Ellen A. Carroll General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0036 | Artistic Shower Door and Mirror Co. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|--|------------|----------------|--------------|---------------|---------------|-----------------|
| 0037 | Felton Pilate General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0038 | The Guardian General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0039 | The Saia Family Partnership General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0040 | Lisa Alexis Jones Esq General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0041 | Earl Nelson General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0042 | Capitol Records, Inc. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0043 | Adam A. Lewis, Esq. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$486,161.68 |
| 0044 | Muhammad Bilal Abdallah General Unsecured 726(a)(2) | Unsecured | \$100,000.00 | \$0.00 | \$100,000.00 | \$66,493.97 | \$419,667.71 |
| 0045 | Manatt Phelps Phillips and Kantor General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$419,667.71 |
| 0046 | Antonio Jackson General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$419,667.71 |
| 0047 | Jack Swartz Shoes, Inc General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$419,667.71 |
| 0048 | AT&T Corporation General Unsecured 726(a)(2) | Unsecured | \$68,406.39 | \$0.00 | \$68,406.39 | \$45,486.13 | \$374,181.58 |
| 0049 | G. William Hunter, Esq. General Unsecured 726(a)(2) | Unsecured | \$195,936.62 | \$0.00 | \$195,936.62 | \$130,286.04 | \$243,895.54 |
| 0050 | Winterland Concessions Company General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$243,895.54 |
| 0051 | American Federation of Television General Unsecured 726(a)(2) | Unsecured | \$1,996.00 | \$0.00 | \$1,996.00 | \$1,327.22 | \$242,568.32 |
| 0052U | Internal Revenue Service General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$242,568.32 |
| 0053 | American Express Travel Related Servcs General Unsecured 726(a)(2) | Unsecured | \$30,651.52 | \$0.00 | \$30,651.52 | \$20,381.41 | \$222,186.91 |
| 0054 | Felton C. Pilate II General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$222,186.91 |
| 0055U | Franchise Tax Board General Unsecured 726(a)(2) | Unsecured | \$50,081.50 | \$0.00 | \$50,081.50 | \$33,301.18 | \$188,885.73 |
| 0057 | Superstar Management General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$188,885.73 |
| 0058 | William Carl Wallace General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$188,885.73 |
| 0059 | Roxane Harper General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$188,885.73 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|--|------------|----------------|--------------|---------------|---------------|-----------------|
| 0060 | Alicia Venegas General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$188,885.73 |
| 0061 | The Box f/k/a Video Jukebox Network, Inc General Unsecured 726(a)(2) | Unsecured | \$6,391.00 | \$0.00 | \$6,391.00 | \$4,249.63 | \$184,636.10 |
| 0062 | Tesfaye W. Tsadik General Unsecured 726(a)(2) | Unsecured | \$115,198.00 | \$0.00 | \$115,198.00 | \$76,599.73 | \$108,036.37 |
| 0063 | Goldman Lichtenberg General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$108,036.37 |
| 0064 | Abdul Jalil Al Hakim/Superstar Managemen General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$108,036.37 |
| 0065 | Death Row Records, Inc. General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$108,036.37 |
| 0066 | Mirage Casino Hotel General Unsecured 726(a)(2) | Unsecured | \$71,566.46 | \$0.00 | \$71,566.46 | \$47,587.38 | \$60,448.99 |
| 0067 | Dr. Gene Barrie General Unsecured 726(a)(2) | Unsecured | \$180.00 | \$0.00 | \$180.00 | \$119.69 | \$60,329.30 |
| 0068 | Different Fur Ltd General Unsecured 726(a)(2) | Unsecured | \$4,919.72 | \$0.00 | \$4,919.72 | \$3,271.31 | \$57,057.99 |
| 0069 | Kelley Lynn General Unsecured 726(a)(2) | Unsecured | \$69,529.06 | \$0.00 | \$69,529.06 | \$46,232.63 | \$10,825.36 |
| 0070 | World Financial Network Nat'l Bank General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$10,825.36 |
| 0071 | National City Bank General Unsecured 726(a)(2) | Unsecured | \$2,823.04 | \$0.00 | \$2,823.04 | \$1,877.15 | \$8,948.21 |
| 0072 | CBSJ Financial Corp. General Unsecured 726(a)(2) | Unsecured | \$1,506.12 | \$0.00 | \$1,506.12 | \$1,001.48 | \$7,946.73 |
| 0073 | ASR Recording Services of Calif General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0074 | JSJ Printing Corporation General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0075 | Earl Nelson General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0076 | Christina Holmes General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0077 | Sara MacDwyer Esq General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0078 | Hodges Michael Sneed General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0079 | Outbound Travel Ricky's Center General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0080 | Sam Spear General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|---------|---|------------|----------------|--------------|---------------|---------------|-----------------|
| 0082 | Adul Jalil Al-Hakim General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0083 | Abdul Jalil Al-Hakim General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$7,946.73 |
| 0084 | SkyTel General Unsecured 726(a)(2) | Unsecured | \$11,951.05 | \$0.00 | \$11,951.05 | \$7,946.73 | \$0.00 |
| BREAK- | CAK Music, Inc. General Unsecured 726(a)(2) | Unsecured | \$15,000.00 | \$15,000.00 | \$0.00 | \$0.00 | \$0.00 |
| LB | CLERK OF THE ALAMEDA COUNTY General Unsecured 726(a)(2) | Unsecured | \$50,000.00 | \$50,000.00 | \$0.00 | \$0.00 | \$0.00 |
| R01 | Felstar Productions General Unsecured 726(a)(2) | Unsecured | \$26,921.43 | \$26,921.43 | \$0.00 | \$0.00 | \$0.00 |
| R02 | Michael Kelly General Unsecured 726(a)(2) | Unsecured | \$6,327.52 | \$6,327.52 | \$0.00 | \$0.00 | \$0.00 |
| R03 | JOEY B. ELLIS General Unsecured 726(a)(2) | Unsecured | \$2,800.20 | \$2,800.20 | \$0.00 | \$0.00 | \$0.00 |
| R04 | Stanley Burrell General Unsecured 726(a)(2) | Unsecured | \$86.73 | \$86.73 | \$0.00 | \$0.00 | \$0.00 |
| R05 | M.c. Hammer General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |
| R06 | Felton Pilate Ii General Unsecured 726(a)(2) | Unsecured | \$3,896.78 | \$3,896.78 | \$0.00 | \$0.00 | \$0.00 |
| R07 | James Early General Unsecured 726(a)(2) | Unsecured | \$2,463.39 | \$2,463.39 | \$0.00 | \$0.00 | \$0.00 |
| R08 | Louis Burrell General Unsecured 726(a)(2) | Unsecured | \$9,713.06 | \$9,713.06 | \$0.00 | \$0.00 | \$0.00 |
| R09 | SWEETNESS PUBLISHING General Unsecured 726(a)(2) | Unsecured | \$11,885.80 | \$11,885.80 | \$0.00 | \$0.00 | \$0.00 |
| R10 | PROPER PUBLISHING General Unsecured 726(a)(2) | Unsecured | \$2,762.72 | \$2,762.72 | \$0.00 | \$0.00 | \$0.00 |
| R11 | SWEETNESS PUBLISHING General Unsecured 726(a)(2) | Unsecured | \$11,556.79 | \$11,556.79 | \$0.00 | \$0.00 | \$0.00 |
| R12 | Treasure Shields Redmond General Unsecured 726(a)(2) | Unsecured | \$57.55 | \$57.55 | \$0.00 | \$0.00 | \$0.00 |
| R13 | Suhayla Sabir General Unsecured 726(a)(2) | Unsecured | \$210.57 | \$210.57 | \$0.00 | \$0.00 | \$0.00 |
| R14 | John Rhone General Unsecured 726(a)(2) | Unsecured | \$4,779.42 | \$4,779.42 | \$0.00 | \$0.00 | \$0.00 |
| R15 | Ben Ross General Unsecured 726(a)(2) | Unsecured | \$315.79 | \$315.79 | \$0.00 | \$0.00 | \$0.00 |
| R16 | Chris Jackson General Unsecured 726(a)(2) | Unsecured | \$3,077.58 | \$3,077.58 | \$0.00 | \$0.00 | \$0.00 |
| R17 | Taura Stinson Jackson General Unsecured 726(a)(2) | Unsecured | \$2,813.11 | \$2,813.11 | \$0.00 | \$0.00 | \$0.00 |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|--------------------------------|---|-------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------|
| R18 | George Williams General Unsecured 726(a)(2) | Unsecured | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |
| R19 | William Hamilton General Unsecured 726(a)(2) | Unsecured | \$152.92 | \$152.92 | \$0.00 | \$0.00 | \$0.00 |
| R20 | Duncan Hines General Unsecured 726(a)(2) | Unsecured | \$520.47 | \$520.47 | \$0.00 | \$0.00 | \$0.00 |
| R21 | Gary Sangunetti General Unsecured 726(a)(2) | Unsecured | \$24.68 | \$24.68 | \$0.00 | \$0.00 | \$0.00 |
| R22 | Maquet Robison General Unsecured 726(a)(2) | Unsecured | \$63.65 | \$63.65 | \$0.00 | \$0.00 | \$0.00 |
| R23 | Charles Salter General Unsecured 726(a)(2) | Unsecured | \$63.65 | \$63.65 | \$0.00 | \$0.00 | \$0.00 |
| R24 | Maurice Stewart General Unsecured 726(a)(2) | Unsecured | \$4,779.06 | \$4,779.06 | \$0.00 | \$0.00 | \$0.00 |
| R25 | Fernandos Carter General Unsecured 726(a)(2) | Unsecured | \$63.65 | \$63.65 | \$0.00 | \$0.00 | \$0.00 |
| R26 | Ontario Haynes General Unsecured 726(a)(2) | Unsecured | \$4,779.06 | \$4,779.06 | \$0.00 | \$0.00 | \$0.00 |
| R27 | Cidney Hollis General Unsecured 726(a)(2) | Unsecured | \$70.58 | \$70.58 | \$0.00 | \$0.00 | \$0.00 |
| R28 | Andra Hines General Unsecured 726(a)(2) | Unsecured | \$520.47 | \$520.47 | \$0.00 | \$0.00 | \$0.00 |
| R29 | Sharon Richard General Unsecured 726(a)(2) | Unsecured | \$132.21 | \$132.21 | \$0.00 | \$0.00 | \$0.00 |
| R30 | Kendrick Washington General Unsecured 726(a)(2) | Unsecured | \$63.65 | \$63.65 | \$0.00 | \$0.00 | \$0.00 |
| R31 | Maurice Dowdell General Unsecured 726(a)(2) | Unsecured | \$64.08 | \$64.08 | \$0.00 | \$0.00 | \$0.00 |
| R32 | TRACY CARTER General Unsecured 726(a)(2) | Unsecured | \$2,813.11 | \$2,813.11 | \$0.00 | \$0.00 | \$0.00 |
| S | Suhas Patil General Unsecured 726(a)(2) | Unsecured | \$69,389.85 | \$69,389.85 | \$0.00 | \$0.00 | \$0.00 |
| 0056st | Franchise Tax Board State and Local Tax Liens (pre-peti) | Unsecured | \$45,894.37 | \$0.00 | \$45,894.37 | \$0.00 | \$0.00 |
| Subtotals For Unsecured | | 79.61323 % | \$3,579,656.62 | \$1,492,690.73 | \$2,086,965.89 | \$1,357,189.52 | |

PROPOSED DISTRIBUTION

Case Number: 96-42564 NR

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Date: October 31, 2007

Debtor Name: BURRELL, STANLEY KIRK \ BURRELL, STEPHANIE DARLENE

| Claim # | Payee Name | Claim Type | Amount Allowed | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|--------------|------------|------------|----------------|----------------|----------------|----------------|-----------------|
| << Totals >> | | | \$8,063,511.98 | \$4,708,395.00 | \$3,355,116.98 | \$2,625,340.61 | \$0.00 |

Proposed distribution is dependent on the Court's rulings on administrative expenses, contest of claims, and/or objections made to this proposed distribution.

Proposed Distribution

Reconciliation of Allocations:

| | | | |
|------|------------|---------------------|---|
| plus | 11/19/1999 | 11,127.00 | add Faulknor commission and expense |
| plus | 12/15/1999 | 811.21 | add Butterfield commission and expense |
| plus | 1/3/2000 | 986.47 | add Butterfield commission and expense |
| plus | 1/17/2006 | 14,853.59 | add Wixen costs for advertising, coping, etc. |
| less | 5/15/2006 | (240,000.00) | return of CAK bid deposit - non compensable |
| less | 6/28/2006 | (240,000.00) | return of Warner/Chappell bid deposit - non compensable |
| plus | 7/17/2006 | 257,227.26 | add Wixen commission on royalty received |
| | | (194,994.47) | Net adjustment for all allocations |

As shown on Proposed Distribution:

| | | |
|---|--------------|--|
| Paid to Date | 4,708,395.00 | |
| Allocation adjustment from above | (194,994.47) | |
| Adjusted Total Paid to Date - Disbursements | 4,513,400.53 | Agrees with TFR and Notice of Filing TFR |